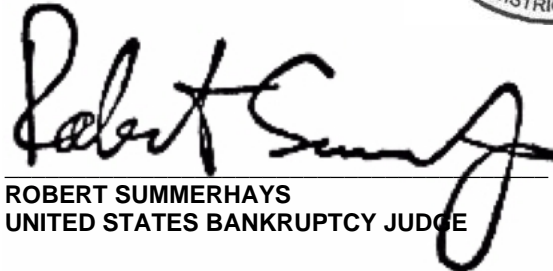




SO ORDERED.

SIGNED November 2, 2012.


ROBERT SUMMERHAYS
UNITED STATES BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF LOUISIANA
LAFAYETTE DIVISION

IN RE:

PICCADILLY RESTAURANTS, LLC,
ET AL.,

DEBTORS

* CASE NO. 12-51127
*
* (JOINT ADMINISTRATION)¹
*
* CHAPTER 11
*
* JUDGE ROBERT SUMMERHAYS

**ORDER ESTABLISHING PROCEDURES FOR THE ASSERTION,
RESOLUTION, ALLOWANCE AND SATISFACTION OF CLAIMS ASSERTED
PURSUANT TO BANKRUPTCY CODE SECTION 503(b)(9)**

Considering the Motion for an Order Establishing Procedures for the Assertion, Resolution, and Satisfaction of the Claims Asserted Pursuant to Bankruptcy Code Section

¹ Jointly administered with *In re Piccadilly Food Service, LLC*, 12-51128 (Bankr. W.D. La. 2012), and *In re Piccadilly Investments, LLC*, 12-51129 (Bankr. W.D. La. 2012).

503(b)(9) (the “Motion”) (Docket # 165), filed herein on October 2, 2012, by the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”),² the Court concluding that (a) it has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334, and that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (b) the relief requested in the Motion is essential to the continued operation of the Debtors’ businesses and is in the best interests of the Debtors’ estates and creditors, and (c) sufficient cause supports the relief sought in the Motion;

IT IS ORDERED that the Motion be and the same is hereby **GRANTED**;

IT IS FURTHER ORDERED that the following procedures (the “Procedures”) are hereby authorized and approved in their entirety and shall apply to all 503(b)(9) Claims:

- (a) Any Vendor asserting a 503(b)(9) Claim would be required to prepare a proof of claim (a “Proof of 503(b)(9) Claim”) that sets forth (i) the value of the Goods that the claimant contends the Debtors received within 20 days prior to the Petition Date, and (ii) attaches documentation, including invoices, receipts, bills of lading and the like that identify the Goods for which the 503(b)(9) Claim is being asserted.
- (b) All Proof of 503(b)(9) Claims would be required to be filed and served, so as to be received no later than the 120th day after the Petition Date (January 9, 2013) (the “503(b)(9) Claim Filing Deadline”) as follows: Jones, Walker, Waechter, Poitevent Carrere, and Denegre, LLP, 201 St. Charles Ave., 49th Floor, New Orleans, Louisiana 70170, Attn: Mark A. Mintz.
- (c) The Debtors would have 60 days after the 503(b)(9) Claim Filing Deadline (until March 11, 2013) (the “Objection Deadline”) to consult with (i) Atalaya Administrative, LLC (the “DIP Agent”), the Agent for the Debtors’ secured lenders, (ii) any committee that may have been appointed, (iii) the office of the United States Trustee, and (iv) the managing member of Piccadilly Investments, LLC; thereafter, the Debtors will file any Objections to the 503(b)(9) Claims with the Court.

² The debtors in these Chapter 11 cases include Piccadilly Restaurants, LLC, Piccadilly Food Service, LLC, and Piccadilly Investments, LLC.

- (d) Vendors would have 20 days from the Objection Deadline (until April 1, 2013) to file with the Court and serve any replies to such objection.
- (e) Notwithstanding and without limiting the foregoing, the Debtors would be authorized, but not required, to negotiate, in their sole discretion, with any Vendor, and to seek an agreement resolving any objection to such Vendor's 503(b)(9) Claim, and approval of such an agreement would be subject to notice and a hearing.
- (f) To the extent that a 503(b)(9) Claim is allowed, such 503(b)(9) Claim would be satisfied pursuant to and as set forth in a plan of reorganization as such may be confirmed by this Court, or as otherwise ordered by the Court after notice and an opportunity for a hearing or paid if consented to by the DIP Agent.

IT IS FURTHER ORDERED that the Debtors will provide Notice of the 503(b)(9) Claim Filing Deadline on (a) all creditors and parties in interest, (b) the secured creditor, through Atalaya Administrative, LLC's counsel of record, Brent R. McIlwain and David F. Waguespack, (c) the thirty largest unsecured creditors, the identity of which may be amended from time to time, (d) the twenty (20) additional random unsecured creditors, (e) all parties who have requested special notice pursuant to Bankruptcy Rule 2002, (f) the Unsecured Creditors Committee, if appointed, or its counsel if one has been retained, and (g) the Office of the United States Trustee within five business days after the entry of this Order.

IT IS FURTHER ORDERED that the foregoing Procedures are the sole and exclusive method for assertion, resolution, allowance and satisfaction of 503(b)(9) Claims against the Debtors.

IT IS FURTHER ORDERED that the foregoing Procedures will be effective as of the Petition Date.

IT IS FURTHER ORDERED that all Vendors are prohibited from using any other means for the assertion, allowance, resolution, or satisfaction of their 503(b)(9) Claims,

including, without limitation, the filing of a motion for allowance, to compel payment, of any 503(b)(9) Claim.

IT IS FURTHER ORDERED that the Court will retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to the Motion or implementation of this Order.

#

This Order was prepared and is being submitted by:

R. PATRICK VANCE. (#13008)
ELIZABETH J. FUTRELL. (#05863)
MARK A. MINTZ (#31878)
TYLER J. RENCH (#34049)
Jones, Walker, Waechter, Poitevent,
Carrère & Denègre, L.L.P.
201 St. Charles Avenue, 51st Floor
New Orleans, Louisiana 70170
Telephone: (504) 582-8000 / Direct: 582-8194
Direct Facsimile: (504) 589-8194
Email: pvance@joneswalker.com
Email: efutrell@joneswalker.com
Email: mmintz@joneswalker.com
Email: trench@joneswalker.com

AND

PATRICK L. McCUNE (#31863)
Jones, Walker, Waechter, Poitevent,
Carrère & Denègre, L. L. P.
Four United Plaza
8555 United Plaza Blvd.
Baton Rouge, Louisiana 70809
Telephone: (225) 248-2150
Facsimile: (225) 248-3350
Email: pmccune@joneswalker.com

**Attorneys for Piccadilly Restaurants, LLC
Piccadilly Food Service, LLC and
Piccadilly Investments, LLC**